UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND

CHAMBERS OF
J. FREDERICK MOTZ
UNITED STATES DISTRICT JUDGE

101 WEST LOMBARD STREET
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December 31, 2014

MEMO TO COUNSEL RE: Federal Trade Commission v. Midway Industries Limited Liability Co., et al.
Civil No. JFM-14-2312

Dear Counsel:

I have reviewed the memoranda submitted in connection with Bank of America N.A.'s motion to intervene. The motion (document 78) is denied. I am satisfied that the timely and efficient resolution of this proceeding will best be served by Bank of America asserting its claim during the claims process managed by the Receiver if I ultimately rule that such a process should be established. As to the legal issues, I am satisfied that Bank of America has no legal right to intervene because that action concerns the alleged misconduct of the named defendants.

That said, if Bank of America believes that the Receiver's request for compensation and out of pocket expenses is excessive, I direct that Bank of America's counsel so advise me on or before January 14, 2015. If Bank of America does lodge any such objection, the Receiver may file a response on or before January 23, 2015. Until I have ruled on any objections that may be filed, I ask that the Receiver refrain from paying himself.

I want to make it clear that this is not to suggest that I currently believe that the request for compensation and expenses is excessive in any respect. I recognize, however, that the payment of compensation and expenses will reduce any amount that I order to be ultimately distributed. *Jarndyce v. Jarndyce* should never be far from a lawyer's or judge's consciousness. Therefore, I believe that it is appropriate that the Bank of America be given an opportunity to lodge any objections to the requested compensation and fees.

Despite the informal nature of this letter, it should be flagged as an opinion and docketed as an order.

Very truly yours,

/s/

J. Frederick Motz
United States District Judge